

THE BOARD OF COUNTY COMMISSIONERS
OF SANTA FE COUNTY

RESOLUTION NO. 2010-126

A RESOLUTION DELEGATING TO THE INTERIM COUNTY MANAGER THE AUTHORITY TO EXECUTE THE RESTATED AND AMENDED PROJECT PARTICIPATION AND LAND TRANSFER AGREEMENT, THE AMENDED AND RESTATED LEDA FILM GRANT AGREEMENT FROM THE DEPARTMENT OF FINANCE AND ADMINISTRATION AND THE ECONOMIC DEVELOPMENT DEPARTMENT, THE SUPPLEMENTAL MORTGAGE BY AND BETWEEN LA LUZ HOLDINGS LLC, SANTA FE FILM AND MEDIA STUDIOS INC. AND SANTA FE COUNTY, THE LOAN GUARANTY REIMBURSEMENT AGREEMENT BY AND BETWEEN SANTA FE COUNTY, LA LUZ HOLDINGS LLC AND SANTA FE FILM AND MEDIA STUDIOS, THE ASSIGNMENT OF A DEPOSIT ACCOUNT BY AND BETWEEN SANTA FE COUNTY AND LOS ALAMOS NATIONAL BANK, AND OTHER DOCUMENTS NECESSARY TO COMPLETE THE TRANSACTION.

WHEREAS, Santa Fe Film and Media Studios, Inc. (“Santa Fe Studios”) and La Luz Holdings LLC (“La Luz”), submitted a Project Application to the County pursuant to Ordinance No. 1996-7, the County Economic Development Ordinance, which application was approved by the Board of County Commissioners in Ordinance No. 2008-07, dated June 10, 2008 and amended in Ordinance No. 2010-10, enacted contemporaneously with this Resolution;

WHEREAS, in order to complete the transaction, numerous documents must be executed, including the Restated and Amended Project Participation and Land Transfer Agreement by and Between Santa Fe Film and Media Studios, La Luz Holdings LLC and Santa Fe County; the Amended and Restated LEDA Film Grant Agreement from the Department of Finance and Administration and the Economic Development Department; the Supplemental Mortgage by and Between La Luz Holdings LLC, Santa Fe Film and Media Studios Inc. and Santa Fe County; the Loan Guaranty Reimbursement Agreement by and Between Santa Fe County, La Luz Holdings LLC and Santa Fe Film and Media Studios; the Assignment of a Deposit Account by and between Santa Fe County and Los Alamos National Bank; and any other documents reasonably necessary to effectuate the transaction;

WHEREAS, these documents are necessary to provide to establish the economic development project consisting, with the necessary security and other features to satisfy the New Mexico Economic Development Act and County Ordinance No. 1996-7; and

WHEREAS, the Board desires to delegate the responsibility to execute these many documents and participate in the closing of this transaction to the Interim County Manager.

08-06-2010

NOW THEREFORE BE IT RESOLVED, AS FOLLOWS:

The Interim County Manager shall have authority to execute the Restated and Amended Project Participation and Land Transfer Agreement by and Between Santa Fe Film and Media Studios, La Luz Holdings LLC and Santa Fe County; the Amended and Restated LEDA Film Grant Agreement from the Department of Finance and Administration and the Economic Development Department; the Supplemental Mortgage by and Between La Luz Holdings LLC, Santa Fe Film and Media Studios Inc. and Santa Fe County; the Loan Guaranty Reimbursement Agreement by and Between Santa Fe County, La Luz Holdings LLC and Santa Fe Film and Media Studios; the Assignment of a Deposit Account by and between Santa Fe County and Los Alamos National Bank; and any other documents reasonably necessary to effectuate the transaction.

PASSED, APPROVED and ADOPTED this 27 DAY OF JULY, 2010.

**THE BOARD OF COUNTY COMMISSIONERS
OF SANTA FE COUNTY**

By: [Signature]
Harry B. Montoya, Chair

ATTEST:
[Signature]
Valerie Espinoza, Santa Fe County Clerk



APPROVED AS TO FORM:
[Signature]
Stephen C. Ross, Santa Fe County Attorney



COUNTY OF SANTA FE)
STATE OF NEW MEXICO) ss

BCC ORDINANCE
PAGES: 2

I Hereby Certify That This Instrument Was Filed for Record On The 6TH Day Of August, 2010 at 09:20:30 AM And Was Duly Recorded as Instrument # **1607154** Of The Records Of Santa Fe County

Deputy [Signature] Witness My Hand And Seal Of Office Valerie Espinoza County Clerk, Santa Fe, NM

08/06/2010